IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

In re:	)	
	)	**Chapter 7**
ATASHBEHARM CORPORATION, INC.	)	
	)	
	)	**Case No. 13-15306 (JKF)**

MOTION FOR ENTRY OF AN ORDER AUTHORIZING GARY F. SEITZ, CHAPTER 7 TRUSTEE, TO SELL CERTAIN ASSETS PURSUANT TO 11 U.S.C. § 363(b) AND ABANDON REMAINING ESTATE ASSETS PURSUANT TO 11 U.S.C. 554 AND FED.R.BANKR.P 6007
(REQUEST FOR EXPEDITED CONSIDERATION)

Gary F. Seitz, Chapter 7 Trustee (the "Trustee") of Atashbeharm Corporation, Inc., ("Debtor"), by and through his undersigned counsel, respectfully moves this Court for the entry of an Order Authorizing The Trustee to Sell Certain Assets Pursuant to Section 363(b) and (f) of Title 11 of the United States Code, 11 U.S.C. § 101 et seq. (the "Bankruptcy Code") and allowing to Trustee to Abandon Remaining Estate Assets not sold at auction Pursuant to 11 U.S.C. §554 and Fed.R.Bankr.P. 6004 and 6007, and seeks expedited consideration under Local Rule 5070-1(f) and in support thereof the Trustee submits as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are 11 U.S.C. §§ 363(b), (f) and 11 U.S.C. § 554 and Fed.R.Bankr.P. 6004 and 6007.

BACKGROUND

2. On June 14, 2013, the Debtor filed a voluntary petition for relief pursuant to Chapter 7 of the Bankruptcy Code ("Filing Date").

3. On June 17, 2013, the United States Trustee appointed Gary F. Seitz, Esquire, as the Chapter 7 Trustee ("Trustee").

4. On August 15, 2013, the Trustee concluded the 341 meeting of creditors. Based upon an independent investigation the Trustee established that the Debtor had an equity interest in various restaurant equipment and furniture including but not limited to, various tables, chairs, coolers, sinks, cookers, fryers, stoves, and touch screen terminals of Debtor (collectively, the "Sale Assets"). As such the Trustee seeks to sell the Sale Assets.

5. All of the Sale Assets belonging to the Debtor are being stored at Debtor's previously operated restaurant located at 834 Chestnut St., Suite G-106, Philadelphia, Pennsylvania 19107.

6. The largest secured creditor of the Debtor is Santander Bank, N.A., formerly known as Sovereign Bank, N.A., who is the successor in interest to Preferred Capital BIDCO, Inc., ("Santander Bank"), who claims to hold a priority blanket security interest over the Debtor's Sales Assets pursuant to a UCC-1 filed on December 4, 2006.

7. Rajendra Patel, M.D., also filed a UCC-1 on November 29, 2006 against the Sale Assets and alleges a secured interest in the Sales Assets. However, pursuant to the Standby Creditor's Agreement executed between Rajendra Patel, M.D., and Preferred Capital BIDCO, Inc. Santander Bank's claim is senior to Rajendra Patel, M.D.'s claim. See Standby Creditor's Agreement, attached hereto as Exhibit A.

8. The Trustee and Santander Bank, in principal, have agreed to a carve-out agreement for the disposition of the Sale Assets for the benefit of the Debtors estate. Once the Trustee and Santander Bank have reduced this agreement to a writing, the parties intend to seek Bankruptcy Court approval of the carve-out agreement.

9. Pursuant to 11 U.S.C. § 363(f)(2) Santander Bank consents to the sale of the Sale Assets.

10. On or about November 19, 2012, the Trustee filed an application seeking authority to employ Quaker City Auctioneers ("Quaker City") as his sales agent/auctioneer. This application remains pending with this Court.

11. As part of its services, Quaker City has assisted the Trustee in identifying the most appropriate method to affect sale of the Debtor's Sale Assets. Additionally, Quaker City has assisted the Trustee in identifying, soliciting and obtaining the highest and best offer for the Sale Assets, contact parties possible interested in purchasing the Sale Assets.

12. The Trustee, with the advice and assistance of Quaker City, seeks authority from the Court to conduct a public auction of the Sale Assets in an effort to bring value into the estate.

13. This Motion is brought pursuant to provisions of 11 U.S.C. § 363(b) and (f) for the entry of an order authorizing the sale of the Sale Assets of the estate

14. The Trustee has marketed the Sale Assets and believes that an auction will yield the highest and best offer for the Sale Assets.

15. Quaker City has analyzed the condition of the Sale Assets and has conveyed that to the Trustee. In the event there are Sale Assets that are not sold at auction, the Trustee is seeking authority from this court to abandon the Sale Assets not retrieved by the Debtor at the close of the auction.

16. By operation of law, pursuant to 11 U.S.C. 365(d)(1), the executory commercial lease that the Debtor had entered for the space at 834 Chestnut St., Philadelphia, Pennsylvania, is deemed rejected, as the Trustee has not assumed or rejected the lease within 60 days after the order for relief was entered.

LEGAL ANALYSIS

a. Sale of Estate Assets

17. Section 363(b) of the Bankruptcy Code authorizes the Trustee, after notice and hearing, to sell property of the estate other than in the ordinary course of business. Section 363(f) of the Bankruptcy Code authorizes the Trustee to sell property free and clear of interest.

18. The Trustee has caused to be conducted an investigation as to the value of the Sale Assets. Given the value of the Sale Assets, the Trustee believes that a public auction offers the method by which the Trustee may obtain the highest and best value to the estate.

19. The Trustee in the exercise of his sound business judgment believes that the proposed sale of the Sale Assets is fair and equitable under the facts and circumstances of this case and is in the best interests of the Debtor's creditors.

20. By this Motion, the Trustee seeks authority to sell the Sale Assets free and clear of interest pursuant to § 363(f) of the Bankruptcy Code at a public auction through his Sales Agent and Auctioneer Quaker City Auctioneers.

21. The Trustee is aware any valid liens or encumbrances on the Sale Assets, however, the secured creditor consents to the sale at auction of the Sale Assets pursuant to 11 U.S.C. § 363(f).

22. The Sales Agent and Auctioneer currently has an auction scheduled **for December 5, 2013, at 8:00 a.m. - 10:30 a.m.** which is suitable for the Sales Assets, **which will occur on site at 834 Chestnut St., Suite G-106, Philadelphia, Pennsylvania 19106**. Further, the landlord has consented to the auction being held on site. See attached as Exhibit B Quaker City's auction advertisement, including the Sale Assets for this Debtor.

23. For the reasons set forth herein, the Trustee respectfully, requests that the Court issue an Order pursuant to 11 U.S.C. §105 and 363(b) and (f) authorizing the Trustee to sell the Sale Assets described herein.

b. The Trustee Seeks to Abandon Assets not Sold at Auction or Retrieved by the Debtor after Auction

24. The Chapter 7 Trustee seeks to abandon the Sale Assets not successfully sold at public auction by his Sales Agent and/or Auctioneer because continued administration of the remaining property after the auction will not confer any significant economic benefit to this estate. Section 554(a) of the Bankruptcy Code authorizes abandonment of property that is burdensome to the estate.[1]

25. Based upon the lack of benefit to the estate, the Trustee asks this court to permit him to abandon any interest in the Sale Assets not sold at the public auction, if the Debtor does not retrieve the unsold property at the close of the auction.

26. The abandonment of the unsold Sale Assets is in the best interest of the estate. Indeed, the continued administration of this unsold property will almost certainly result in a significant net loss to this estate. The value of the collateral, clearly if not sold at a public auction, if sold on an open market, almost certainly would be less than the liens of the secured creditor in this case, who has consented to the auction.

27. Expedited consideration is sought for this motion because the Auctioneer has an auction scheduled for the Sale Assets for December 5, 2013 at 8:00-10:30 a.m., however, this Court's regularly scheduled hearing time for this motion is January 8, 2013 at 9:30 a.m. The Trustee is further concerned that the Sale Assets may deteriorate in value if an auction is delayed

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[1] Section 554(a) of the Bankruptcy Code provides: **Abandonment of Property of the Estate** (a) After notice and a hearing, the trustee may abandon any property of the estate that is burdensome to the estate or that is of inconsequential value and benefit to the estate.

any further. Additionally, the landlord is anxious to re-let the property and to have the items belonging to the Debtor removed as expeditiously as possible.

28. A copy of the motion is being provided to the Office of the United States Trustee, Counsel for the Debtor, Counsel for the Secured Creditors and for all parties that have requested notice in this case.

29. To participate in the auction set by the auctioneer, the Trustee seeks an expedited hearing, the sooner the better, but no later than Monday, December 2, 2013.

WHEREFORE, the Trustee respectfully requests the entry of an Order in the form attached hereto, authorizing him to (1) sell the Sale Assets pursuant to 11 U.S.C. § 363(b) and (f), free and clear; and (2) to abandon the Sale Assets not sold at public auction or retrieved by the Debtor within the time affixed after auction; and (3) granting such other and further relief as is just and equitable.

Dated: November 19, 2013 GELLERT SCALI BUSENKELL & BROWN LLC

/S/ *Jennifer M. Zelvin*

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